

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

**IN RE: DEALER MANAGEMENT
SYSTEMS ANTITRUST LITIGATION**

**MDL No. 2817
Case No. 18 C 864**

This Document Relates To:

**Hon. Robert M. Dow, Jr.
Magistrate Judge Jeffrey T. Gilbert**

THE DEALERSHIP CLASS ACTION

DECLARATION OF PEGGY J. WEDGWORTH

I, Peggy J. Wedgworth, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a partner with the law firm of Milberg Tadler Phillips Grossman LLP, and I represent Dealership Class Plaintiffs (“Dealership Plaintiffs”) in the above-captioned matter as Dealership Interim Lead Class Counsel and MDL Co-Lead Counsel. I was appointed Dealership Class Counsel pursuant to the Preliminary Approval Order for Settlement between the Dealership Class and Reynolds (“Settlement”), entered by the Court November 7, 2018 (ECF No. 432 ¶ 6).

2. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, I respectfully submit this Declaration in support of Dealership Class Plaintiffs’ Supplemental Memorandum of Law in Further Support of Their (1) Motion for Final Approval of Settlement with Defendant The Reynolds and Reynolds Company; and (2) Motion for the Advancement of Litigation Expenses from the Settlement with Defendant The Reynolds and Reynolds Company.

3. I have personal knowledge of the matters set forth herein, and could and would testify competently thereto if called upon to do so.

4. No objections to this Settlement have been filed or sent to counsel, and I am advised that none were sent to the Settlement Administrator, Epiq Class Action & Claims Solutions, Inc.

5. On December 21, 2018, Bradley Miller, Director of Legal and Regulatory Affairs/Senior Counsel of Digital Affairs of the National Automobile Dealers Association (“NADA”) emailed a six-page memo entitled, “DMS Litigation Update Dealer Class Proposed Settlement with Reynolds and Reynolds Q&A” to the National Association of Dealer Counsel listserv members at list@dealercounsel.com.

6. A true and correct copy of Mr. Miller’s email and six-page Q&A document is annexed hereto as **Exhibit A**.

7. Based on information available online, the National Association of Dealer Counsel (“NADC”) states it is a nationwide professional organization of over 600 attorneys who represent automobile and other vehicle dealers. *See* <https://www.dealercounsel.com/>.

8. Mr. Miller’s email stated, “Please note that the following message and linked Q&A document were sent to all NADA members earlier today.”

9. Based on information available online, NADA states that it represents “nearly 16,500 new-car and -truck dealers, with 32,500 franchises, both domestic and international.” *See* <https://www.nada.org/whatwedo/>.

10. Leonard Bellavia, a member of the Plaintiffs Steering Committee for the Dealership Class, received the communication from Mr. Miller as a member of the NADC. On December 21, 2018, Mr. Bellavia forwarded Mr. Miller’s email to me.

11. Mr. Miller did not communicate with me or Mr. Bellavia about the proposed Settlement with Reynolds prior to sending the aforementioned communication to NADC and NADA members. To date, I have not spoken to Mr. Miller, nor has Mr. Miller contacted me.

12. On December 24, 2018, in the interest of providing dealer attorneys with accurate and complete information about the proposed Settlement, Mr. Bellavia emailed to Mr. Miller and the NADC listserv a memo prepared by me and other Dealership Class Counsel (“NADC Response”).

13. A true and correct copy of the NADC Response is annexed hereto as **Exhibit B**.

14. The NADC Response concluded that Mr. Bellavia and I were available during the upcoming holiday week to speak with anyone who wished to discuss any issues or ask any questions about the proposed Settlement. *See* Exhibit B.

15. Since that time, Mr. Bellavia, his partner Steve Blatt, and I have been contacted by and communicated with numerous NADA and NADC members, both by telephone and email, with inquiries about the proposed Settlement.

16. On December 28, 2018, in response to some of the questions received from NADA and NADC members, we posted two additional Frequently Asked Questions to the Settlement website at <https://dealershipclassdmssettlement.com/Home/QA>.

17. A true and correct copy of the two additional Frequently Asked Questions posted to the Settlement website is annexed hereto as **Exhibit C**.

18. On December 29, 2018, the NADC Response was posted to the Settlement website at <https://dealershipclassdmssettlement.com/>.

19. A true and correct copy of the NADC Response posted to the Settlement website is annexed hereto as **Exhibit D**.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Executed on this 15th day of January 2019 at Birmingham, Alabama.

/s/ Peggy J. Wedgworth
Peggy J. Wedgworth